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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)
ROBERT W. ALVORD (2011)

September 22, 2014

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Agreement (Equipment Schedule No. 021), dated as of September 11, 2014, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor:	Fifth Third Bank 38 Fountain Square Plaza Cincinnati, OH 45263
Lessee:	R.E.L.A.M., Inc. 7695 Bond Street Glenwillow, OH 44139

A description of the railroad equipment covered by the enclosed document is:

5 pieces of Maintenance of Way Equipment: Harsco Rail Tamper – Mark IV, S/N: 7114004; Knox Kershaw SF/Ball, Regulator – KSF-940, S/N: 940-145-14; Nordco, Inc. Auto Lift, S/N: 790678RB-UG; 2 Nordco, Inc. Tie Inserters – TRIPP, S/Ns: 760585, 760586.

A short summary of the document to appear in the index is:

Memorandum of Lease Agreement (Equipment Schedule No. 021).

Section Chief
September 22, 2014
Page two

Also enclosed is a check in the amount of \$43.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'E. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF LEASE AGREEMENT

(Equipment Schedule No. 021)

Dated as of September 11, 2014

between

FIFTH THIRD BANK
Lessor

and

R.E.L.A.M., Inc.

Lessee

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT dated as of September 11, 2014, is made by and between **R.E.L.A.M., INC.**, an Ohio corporation ("Lessee"), and **FIFTH THIRD BANK** an Ohio banking corporation ("Lessor").

WITNESSETH

1. Pursuant to a Master Equipment Lease Agreement, dated July 27, 2007, together with Equipment Schedule - No. 021 dated September 11, 2014 (together the "Lease Agreement"), Lessor has agreed to lease to Lessee, and the Lessee has agreed to lease from Lessor the equipment as set forth on Exhibit A attached hereto.

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the terms in the Lease Agreement and extension of such term to the extent provided in the Lease Agreement.

3. This Memorandum of Lease Agreement may be executed in duplicate originals and any number of counterparts and by different parties in separate counterparts, each of which shall be deemed to be an original and all of which taken together shall constitute one and the same instrument.

[Signature page follows]

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum of Lease Agreement to be signed and sealed by their respective corporate officers as of the date and year first above written.

Lessor:

FIFTH THIRD BANK

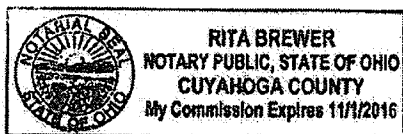
By: [Signature]
Name: PATRICK MYERS
Title: V.P.

STATE OF OHIO)
 CUYAHOGA) ss.:
COUNTY OF HAMILTON)

On this 17th day of September, 2014, before me the subscriber personally appeared PATRICK MYERS, who being by me duly sworn, did depose and say: that he is a VIC PRESIDENT of **FIFTH THIRD BANK** the corporation described in and which executed the foregoing instrument and that he signed his name thereto by order of the Board of Directors of said corporation.

[Signature]
NOTARY PUBLIC

My Commission Expires: 11/1/16




[Lessor signature page]

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum of Lease Agreement to be signed and sealed by their respective corporate officers as of the date and year first above written.

Lessee:

R.E.L.A.M., INC.

By: 
Name: D. M. Horth
Title: V. President

STATE OF OHIO)
) ss.:
COUNTY OF CUYAHOGA)

On this 17TH day of September, 2014, before me the subscriber personally appeared D. M. HORTH, who being by me duly sworn, did depose and say: that (s)he is a VICE PRESIDENT of R.E.L.A.M., INC., an Ohio corporation, described in and which executed the foregoing instrument and that (s)he signed his/her name thereto by order of the Board of Directors of said corporation.


NOTARY PUBLIC

My Commission Expires: APRIL 9, 2018

MELVIN L. FITZPATRICK
Notary Public, State of Ohio
My Commission Expires 4/9/2018
Recorded in Wayne County

[Lessee signature page]

EXHIBIT A
EQUIPMENT DESCRIPTION

Manuf. and/or Vendor Name & Invoice No.	Description of Equipment
Harsco Rail 700159084	Tamper – Mark IV, S/N: 7114004
Knox Kershaw 47767	SF/Ball, Regulator – KSF-940, S/N: 940-145-14
Nordco, Inc. 457700	Auto Lift, S/N: 790678RB-UG
Nordco, Inc. 457582	Tie Inserter - TRIPP, S/N: 760585
Nordco, Inc. 457339	Tie Inserter - TRIPP, S/N: 760586

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 9/22/2014

Edward M. Luria
Edward M. Luria